

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

FEDERAL HOUSING FINANCE AGENCY,  
AS CONSERVATOR FOR THE FEDERAL  
NATIONAL MORTGAGE ASSOCIATION  
AND THE FEDERAL HOME LOAN  
MORTGAGE CORPORATION

**No. 11 CIV. 06202 (DLC)**

Plaintiff,

-against-

MERRILL LYNCH & CO., INC., *ET AL.*

Defendants.

**DECLARATION OF TYLER G. WHITMER IN SUPPORT OF  
PLAINTIFF'S PARTIAL MOTION FOR SUMMARY JUDGMENT  
PURSUANT TO FEDERAL RULE OF CIVIL PROCEDURE 56(c)**

I, Tyler G. Whitmer, submit this declaration pursuant to 28 U.S.C. § 1746 and declare as follows:

1. I am associated with the law firm of Quinn Emanuel Urquhart & Sullivan, LLP, attorneys for Plaintiff Federal Housing Finance Agency ("FHFA") in the above-captioned matter.

2. I respectfully submit this declaration in support of Plaintiff's Motion for Partial Summary Judgment on Defendants' Due Diligence Defense Under Sections 11 and 12 of the Securities Act, and the parallel provisions of the Virginia and D.C. Blue Sky Laws, and to transmit to the Court true and correct copies, to the best of my knowledge, of the documents described below and annexed hereto.

3. Unless otherwise specified, I have personal knowledge of the facts set forth in this declaration, and, if called upon as a witness, I could and would testify to such facts under oath. I am familiar with the matters set forth in this declaration based on my personal knowledge and/or a review of the files in the possession of my firm.

**Deposition Testimony**

4. Attached hereto as Exhibit 1 is a true and correct copy of excerpts from the December 19, 2013 deposition of Ketan Parekh as a corporate representative for Defendants Merrill Lynch and Co., Inc., Merrill Lynch, Pierce, Fenner & Smith, Inc. (“MLPFS”), Merrill Lynch Mortgage Investors (“MLMI”), Merrill Lynch Mortgage Lending, Inc. (“MLML”), Merrill Lynch Mortgage Capital, Inc. (“MLMC”), and Merrill Lynch Government Securities, Inc. (“MLGSI”),<sup>1</sup> pursuant to Federal Rule of Civil Procedure 30(b)(6) (“FRCP 30(b)(6)”).

5. Attached hereto as Exhibit 2 is a true and correct copy of excerpts from the deposition of Diane Alexander taken July 30-31, 2013.

6. Attached hereto as Exhibit 3 is a true and correct copy of excerpts from the deposition of Gregory Amoroso taken August 7-8, 2013.

7. Attached hereto as Exhibit 4 is a true and correct copy of excerpts from the deposition of Brian Brennan taken September 26-27, 2013.

8. Attached hereto as Exhibit 5 is a true and correct copy of excerpts from the deposition of Steven Cadenhead taken November 7, 2013.

9. Attached hereto as Exhibit 6 is a true and correct copy of excerpts from the deposition of Alan Chan taken August 8-9, 2013.

10. Attached hereto as Exhibit 7 is a true and correct copy of excerpts from the deposition of Fred Hubert taken October 10, 2013.

11. Attached hereto as Exhibit 8 is a true and correct copy of excerpts from the deposition of Ranae Lacey taken September 10-11, 2013.

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<sup>1</sup> References to “Merrill Lynch” herein refer, collectively, to these entities, along with defendant First Franklin Financial Corp. (“First Franklin”).

12. Attached hereto as Exhibit 9 is a true and correct copy of excerpts from the deposition of Shannon Madden taken November 14-15, 2013.

13. Attached hereto as Exhibit 10 is a true and correct copy of excerpts from the deposition of Vince Mora taken August 21-22, 2013.

14. Attached hereto as Exhibit 11 is a true and correct copy of excerpts from the deposition of Walter Podlasek taken September 24-25, 2013.

15. Attached hereto as Exhibit 12 is a true and correct copy of excerpts from the deposition of Scott Soltas taken August 15, 2013.

16. Attached hereto as Exhibit 13 is a true and correct copy of excerpts from the deposition of Matt Whalen taken December 3-4, 2013.

17. Attached hereto as Exhibit 14 is a true and correct copy of excerpts from the deposition of Jamie Willeck taken November 25, 2013.

18. Attached hereto as Exhibit 15 is a true and correct copy of excerpts from the deposition of Michael Blum taken December 3, 2013.

#### **Deposition Exhibits, Emails and Other Documents**

19. Attached hereto as Exhibit 16 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Kevin O'Hare to Katie Damberg dated October 3, 2006, as well as a presentation attached to that email entitled "Merrill Lynch Residential Real Estate Presentation for FNMA Aggregator Operational Review" dated October 4, 2006.

20. Attached hereto as Exhibit 17 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Vince Mora to Dan Park dated December 22, 2005, as well as a presentation attached to that email entitled "ESO Review of the ML Residential Real Estate Platform" dated January 10, 2006.

21. Attached hereto as Exhibit 18 is a true and correct copy, as produced to FHFA by Merrill Lynch, of Deposition Background Questionnaire of Diane Alexander.

22. Attached hereto as Exhibit 19 is a true and correct copy, as produced to FHFA by Merrill Lynch, of Deposition Background Questionnaire of Brian Brennan.

23. Attached hereto as Exhibit 20 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Diane Alexander to Roy Bollinger and John O'Grady dated June 13, 2006.

24. Attached hereto as Exhibit 21 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Diane Alexander to Vince Mora dated December 8, 2005, and an attachment to that email of the 2005 Performance Review of Diane Alexander.

25. Attached hereto as Exhibit 22 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Diane Alexander to Alan Chan dated January 2, 2007.

26. Attached hereto as Exhibit 23 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Diane Alexander to Alan Chan and Vince Mora dated September 18, 2006.

27. Attached hereto as Exhibit 24 is a true and correct copy, as produced to FHFA by Merrill Lynch, of a spreadsheet reflecting the total compensation of Vince Mora for 2005-2007.

28. Attached hereto as Exhibit 25 is a true and correct copy, as produced to FHFA by Merrill Lynch, of a spreadsheet reflecting the total compensation of Matt Whalen for 2005-2007.

29. Attached hereto as Exhibit 26 is a true and correct copy, as produced to FHFA by Merrill Lynch, of a spreadsheet reflecting the total compensation of Diane Alexander for 2005-2007.

30. Attached hereto as Exhibit 27 is a true and correct copy, as produced to FHFA by Merrill Lynch, of a presentation entitled September 2006 “SURF Program Overview” dated September 19, 2006.

31. Attached hereto as Exhibit 28 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Shannon Madden to Mollie Schiffman dated February 23, 2007, as well as a presentation attached to that email entitled “October 2006 SURF Program Overview” dated October 25, 2006.

32. Attached hereto as Exhibit 29 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prime Residential Real Estate Front Office Control Manual.

33. Attached hereto as Exhibit 30 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Non-Prime Whole Loan Trading Front Office Control Manual.

34. Attached hereto as Exhibit 31 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Brian Fay to Gary Carlin and others dated March 9, 2007, and an attachment to that email entitled “2007 Corporate Audit Report, Residential Real Estate Prime Trading”.

35. Attached hereto as Exhibit 32 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for SURF 2005-AB3 dated December 22, 2005.

36. Attached hereto as Exhibit 33 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the SURF Seller Guide.

37. Attached hereto as Exhibit 34 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Deloitte Report on Applying Agreed-Upon Procedures dated April 25, 2007.

38. Attached hereto as Exhibit 35 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Richard Florin to Fred Hubert dated October 5, 2006.

39. Attached hereto as Exhibit 36 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Ajit Gupta to Diane Alexander dated October 31, 2005.

40. Attached hereto as Exhibit 37 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Karishma Chavez to Scott Soltas dated November 20, 2007, and an attachment to that email entitled “2007 Organization and Resources.”

41. Attached hereto as Exhibit 38 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Matt Whalen to Scott Soltas regarding Potential Q&A for Non-Prime Mortgage Related Issues dated April 4, 2007.

42. Attached hereto as Exhibit 39 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Gregory Amoroso to Brian Brennan, et al. dated February 15, 2005.

43. Attached hereto as Exhibit 40 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from George Davie to Vince Mora dated December 1, 2005.

44. Attached hereto as Exhibit 41 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Richard Florin to Lucy Atkins, et al. dated July 11, 2007.

45. Attached hereto as Exhibit 42 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Residential Real Estate Prime Trading Audit dated March 12, 2007.

46. Attached hereto as Exhibit 43 is a true and correct copy, as produced to FHFA by Merrill Lynch, of a Purchase and Sale Agreement by and between Ownit Holdings, LLC and Merrill Lynch L.P. Holdings, Inc. dated September 15, 2005.

47. Attached hereto as Exhibit 44 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from James Cason to Michael Blum dated January 12, 2006, and an attachment to that email of the 2005 Performance Review of James Cason.

48. Attached hereto as Exhibit 45 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Vince Mora to Diane Alexander dated December 9, 2005.

49. Attached hereto as Exhibit 46 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Matt Whalen to Vince Mora and George Davie dated January 24, 2006.

50. Attached hereto as Exhibit 47 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Matt Whalen to Vince Mora dated May 30, 2006.

51. Attached hereto as Exhibit 48 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Fred Hubert to Matt Whalen dated June 1, 2006.

52. Attached hereto as Exhibit 49 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Michael Blum to Ketan Parekh, Matt Whalen and Vince Mora dated September 11, 2006, and an attachment to that email of the September 2006 Ownit Loan Investor Presentation.

53. Attached hereto as Exhibit 50 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Vince Mora to Matt Whalen dated June 19, 2006.

54. Attached hereto as Exhibit 51 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Diane Alexander to Shannon Madden dated November 14, 2006.

55. Attached hereto as Exhibit 52 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Tom Saywell to Diane Alexander, et al. dated October 26, 2005.

56. Attached hereto as Exhibit 53 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Due Diligence Summary for ARSI 2005-W4.

57. Attached hereto as Exhibit 54 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Matt Whalen to Gregory Amoroso, et al. dated March 9, 2005.

58. Attached hereto as Exhibit 55 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Bulk Transaction Processing Presentation dated November 8, 2005.

59. Attached hereto as Exhibit 56 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Audit of Residential Real Estate Prime Trading dated March 12, 2007.

60. Attached hereto as Exhibit 57 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Diane Alexander to Walter Podlasek, et al. dated November 24, 2006.

61. Attached hereto as Exhibit 58 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Walter Podlasek to Vince Mora dated November 30, 2006.

62. Attached hereto as Exhibit 59 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Walter Podlasek to Diane Alexander dated April 25, 2006.

63. Attached hereto as Exhibit 60 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the First Franklin Investor Day Presentation dated May 8, 2007.

64. Attached hereto as Exhibit 61 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Matt Whalen to Steve Mageras, et al. dated April 18, 2007.

65. Attached hereto as Exhibit 62 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Matt Whalen to Steve Mageras and Vince Mora dated October 13, 2006.

66. Attached hereto as Exhibit 63 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Diane Alexander to Alan Chan dated December 26, 2006.

67. Attached hereto as Exhibit 64 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Walter Podlasek to Will Moore, et al. dated February 6, 2007.

68. Attached hereto as Exhibit 65 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Matt Whalen to Scott Soltas, et al. dated March 30, 2007.

69. Attached hereto as Exhibit 66 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the First Franklin Diligence Process overview.

70. Attached hereto as Exhibit 67 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Eric Walker to Alan Chan and John O'Grady dated December 19, 2006.

71. Attached hereto as Exhibit 68 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Scott Soltas to Michael Blum dated March 30, 2007.

72. Attached hereto as Exhibit 69 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Jeanine Donaldson to Teresa Farley dated February 18, 2005.

73. Attached hereto as Exhibit 70 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Ranae Lacey to Shannon Madden dated December 1, 2006.

74. Attached hereto as Exhibit 71 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the September 2005 SURF Program Update.

75. Attached hereto as Exhibit 72 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Ranae Lacey to Kevin O'Hare, et al. dated September 25, 2006, and an attachment to that email of a September 25, 2006 presentation entitled "FNMA Presentation."

76. Attached hereto as Exhibit 73 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the SURF Acquisition Process Document.

77. Attached hereto as Exhibit 74 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the SURF Front Office Control Manual.

78. Attached hereto as Exhibit 75 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Dave Soltau to Ranae Lacey, et al. dated March 2, 2006.

79. Attached hereto as Exhibit 76 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Ranae Lacey to Terry Farley dated July 6, 2005.

80. Attached hereto as Exhibit 77 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the November 2006 Ownit Quality Control Audit.

81. Attached hereto as Exhibit 78 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Walter Podlasek to Diane Alexander dated March 2, 2007.

82. Attached hereto as Exhibit 79 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Audrey Overbey to Timothy Carr dated December 20, 2006, and an attachment to that email of the January 27, 2006 "Presentation to SEC on Residential Real Estate Securitization Business in ML."

83. Attached hereto as Exhibit 80 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Diane Alexander to John O'Grady and Angela Gioia dated April 4, 2006.

84. Attached hereto as Exhibit 81 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Diane Alexander to Alison Malkin dated February 9, 2006.

85. Attached hereto as Exhibit 82 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Walter Podlasek to Dawn Robson dated February 8, 2007.

86. Attached hereto as Exhibit 83 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Vince Mora to Michael Blum dated February 1, 2006.

87. Attached hereto as Exhibit 84 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Diane Alexander to Alan Chan, et al. dated March 6, 2007.

88. Attached hereto as Exhibit 85 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Diane Alexander to John O'Grady and Vince Mora dated May 11, 2006.

89. Attached hereto as Exhibit 86 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Jeffrey Hartnagel to Alan Chan and Paul Park dated February 1, 2007.

90. Attached hereto as Exhibit 87 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Diane Alexander to John O'Grady and Roy Bollinger dated August 15, 2005.

91. Attached hereto as Exhibit 88 is a true and correct copy, as produced to FHFA by Merrill Lynch, of an email from Richard Florin to Keira Reich and Brian Brennan dated January 19, 2007.

#### **Miscellaneous**

92. Attached hereto as Exhibit 89 is a true and correct copy of an excerpt from Richard W. Payne III Regarding the Underwriting of Mortgage Loans Underlying the Merrill Lynch Securitizations showing a summary of Mr. Payne's findings.

93. Attached hereto as Exhibit 90 is a true and correct copy, as served on FHFA by Merrill Lynch, of the Expert Report of Joseph Little dated January 23, 2014.

**Registration Statements**

94. Attached hereto as Exhibit 91 is a true and correct copy of Securities Registration Statement No. 333-130545 dated December 21, 2005.

95. Attached hereto as Exhibit 92 is a true and correct copy of Amended Securities Registration Statement No. 333-130545, dated February 24, 2006.

96. Attached hereto as Exhibit 93 is a true and correct copy of Amended Securities Registration Statement No. 333-130545, dated March 21, 2006.

97. Attached hereto as Exhibit 94 is a true and correct copy of Amended Securities Registration Statement No. 333-130545, dated March 28, 2006.

98. Attached hereto as Exhibit 95 is a true and correct copy of Securities Registration Statement No. 333-127233 dated August 5, 2005.

99. Attached hereto as Exhibit 96 is a true and correct copy of Amended Securities Registration Statement No. 333-127233 dated August 17, 2005.

100. Attached hereto as Exhibit 97 is a true and correct copy of Securities Registration Statement No. 333-140436 dated February 2, 2007.

101. Attached hereto as Exhibit 98 is a true and correct copy of Amended Securities Registration Statement No. 333-140436 dated March 7, 2007.

**Prospectus Supplements**

102. Attached hereto as Exhibit 99 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for FFMER 2007-1 dated March 26, 2007.

103. Attached hereto as Exhibit 100 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for FFMER 2007-2 dated April 25, 2007.

104. Attached hereto as Exhibit 101 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for FFMER 2007-3 dated May 29, 2007.

105. Attached hereto as Exhibit 102 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for FFMER 2007-4 dated June 25, 2007.

106. Attached hereto as Exhibit 103 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for FFMER 2007-5 dated October 9, 2007.

107. Attached hereto as Exhibit 104 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for FFMER 2007-H1 dated October 9, 2007.

108. Attached hereto as Exhibit 105 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for FFML 2005-FF12 dated December 22, 2005.

109. Attached hereto as Exhibit 106 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for FFML 2006-FF18 dated December 22, 2006.

110. Attached hereto as Exhibit 107 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for FFML 2007-FF1 dated January 24, 2007.

111. Attached hereto as Exhibit 108 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for FFML 2007-FF2 dated February 27, 2007.

112. Attached hereto as Exhibit 109 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MANA 2007-A1 dated February 7, 2007.

113. Attached hereto as Exhibit 110 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MANA 2007-A2 dated March 28, 2007.

114. Attached hereto as Exhibit 111 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MANA 2007-A3 dated April 26, 2007.

115. Attached hereto as Exhibit 112 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2005-A8 dated November 11, 2005.

116. Attached hereto as Exhibit 113 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2005-AR1 dated September 27, 2005.

117. Attached hereto as Exhibit 114 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2005-HE2 dated November 28, 2005.

118. Attached hereto as Exhibit 115 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2005-HE3 dated December 21, 2005.

119. Attached hereto as Exhibit 116 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2006-A3 dated May 26, 2006.

120. Attached hereto as Exhibit 117 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2006-AF2 dated October 30, 2006.

121. Attached hereto as Exhibit 118 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2006-AHL1 dated June 27, 2006.

122. Attached hereto as Exhibit 119 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2006-AR1 dated April 25, 2006.

123. Attached hereto as Exhibit 120 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2006-FF1 dated December 21, 2006.

124. Attached hereto as Exhibit 121 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2006-FM1 dated June 28, 2006.

125. Attached hereto as Exhibit 122 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2006-HE1 dated February 3, 2006.

126. Attached hereto as Exhibit 123 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2006-HE4 dated July 21, 2006.

127. Attached hereto as Exhibit 124 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2006-HE5 dated September 26, 2006.

128. Attached hereto as Exhibit 125 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2006-HE6 dated December 21, 2006.

129. Attached hereto as Exhibit 126 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2006-MLN1 dated September 27, 2006.

130. Attached hereto as Exhibit 127 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2006-OPT1 dated September 22, 2006.

131. Attached hereto as Exhibit 128 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2006-RM1 dated March 17, 2006.

132. Attached hereto as Exhibit 129 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2006-RM2 dated May 26, 2006.

133. Attached hereto as Exhibit 130 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2006-RM3 dated June 26, 2006.

134. Attached hereto as Exhibit 131 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2006-RM4 dated September 25, 2006.

135. Attached hereto as Exhibit 132 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2006-RM5 dated October 25, 2006.

136. Attached hereto as Exhibit 133 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2006-WMC1 dated February 10, 2006.

137. Attached hereto as Exhibit 134 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2006-WMC2 dated March 28, 2006.

138. Attached hereto as Exhibit 135 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2007-HE1 dated March 7, 2007.

139. Attached hereto as Exhibit 136 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2007-HE2 dated March 29, 2007.

140. Attached hereto as Exhibit 137 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for MLMI 2007-MLN1 dated April 25, 2007.

141. Attached hereto as Exhibit 138 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for OWNIT 2005-4 dated October 26, 2005.

142. Attached hereto as Exhibit 139 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for OWNIT 2005-5 dated December 22, 2005.

143. Attached hereto as Exhibit 140 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for OWNIT 2006-2 dated March 7, 2006.

144. Attached hereto as Exhibit 141 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for OWNIT 2006-3 dated April 11, 2006.

145. Attached hereto as Exhibit 142 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for OWNIT 2006-4 dated June 22, 2006.

146. Attached hereto as Exhibit 143 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for OWNIT 2006-5 dated July 25, 2006.

147. Attached hereto as Exhibit 144 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for OWNIT 2006-6 dated September 21, 2006.

148. Attached hereto as Exhibit 145 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for OWNIT 2006-7 dated November 1, 2006.

149. Attached hereto as Exhibit 146 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for ARSI 2005-W4 dated November 18, 2005.

150. Attached hereto as Exhibit 147 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for ARSI 2006-M1 dated June 9, 2006.

151. Attached hereto as Exhibit 148 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for CBASS 2006-CB8 dated October 26, 2006.

152. Attached hereto as Exhibit 149 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for FMIC 2006-3 dated October 24, 2006.

153. Attached hereto as Exhibit 150 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for INDX 2005-AR33 dated December 27, 2005.

154. Attached hereto as Exhibit 151 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for INDX 2006-AR5 dated March 28, 2006.

155. Attached hereto as Exhibit 152 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for INDX 2006-AR7 dated March 29, 2006.

156. Attached hereto as Exhibit 153 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for INDX 2007-FLX4 dated May 30, 2007.

157. Attached hereto as Exhibit 154 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for INDX 2007-FLX5 dated June 27, 2007.

158. Attached hereto as Exhibit 155 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for INDX 2007-FLX6 dated July 30, 2007.

159. Attached hereto as Exhibit 156 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for OOMLT 2007-1 dated January 16, 2007.

160. Attached hereto as Exhibit 157 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for OWNIT 2006-1 dated January 27, 2006.

161. Attached hereto as Exhibit 158 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for SURF 2005-AB3 dated December 22, 2005.

162. Attached hereto as Exhibit 159 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for SURF 2005-BC3 dated September 27, 2005.

163. Attached hereto as Exhibit 160 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for SURF 2005-BC4 dated December 16, 2005.

164. Attached hereto as Exhibit 161 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for SURF 2006-AB2 dated May 26, 2006.

165. Attached hereto as Exhibit 162 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for SURF 2006-AB3 dated September 22, 2006.

166. Attached hereto as Exhibit 163 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for SURF 2006-BC1 dated February 16, 2006.

167. Attached hereto as Exhibit 164 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for SURF 2006-BC2 dated March 28, 2006.

168. Attached hereto as Exhibit 165 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for SURF 2006-BC3 dated June 22, 2006.

169. Attached hereto as Exhibit 166 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for SURF 2006-BC4 dated September 25, 2006.

170. Attached hereto as Exhibit 167 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for SURF 2006-BC5 dated November 22, 2006.

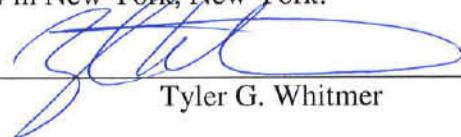
171. Attached hereto as Exhibit 168 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for SURF 2007-AB1 dated March 22, 2007.

172. Attached hereto as Exhibit 169 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for SURF 2007-BC1 dated January 23, 2007.

173. Attached hereto as Exhibit 170 is a true and correct copy, as produced to FHFA by Merrill Lynch, of the Prospectus Supplement for SURF 2007-BC2 dated April 23, 2007.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on this 14th day of February, 2014 in New York, New York.



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Tyler G. Whitmer